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10 **UNITED STATES DISTRICT COURT**
11 **CENTRAL DISTRICT OF CALIFORNIA**

12 RICHARD WOOL and ALLAN
13 MAYER, on behalf of the Sitrick and
14 Company Employee Stock Ownership
15 Plan,

16 Plaintiffs,

17 v.

18 MICHAEL S. SITRICK and NANCY
19 SITRICK, husband and wife; THE
20 MICHAEL AND NANCY SITRICK
21 TRUST, a trust; RELIANCE TRUST
22 COMPANY, a Georgia corporation;

23 Defendants,

24 SITRICK AND COMPANY, INC., a
25 California corporation; SITRICK AND
26 COMPANY EMPLOYEE STOCK
OWNERSHIP PLAN;

Nominal Defendants.

No. CV-10-02741 JHN-PJW

**PLAINTIFFS' NOTICE OF
OPPOSITION AND
RESPONSE TO SITRICK
DEFENDANTS ANSWER
TO THIRD AMENDED
COMPLAINT**

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1 Plaintiffs Richard Wool and Allan Mayer on behalf of the Sitrick
 2 Company Employee Stock Ownership Plan (collectively “Plaintiffs”), hereby
 3 give notice that they object to the assertion by the Defendants Michael S.
 4 Sitrick, Nancy Sitrick, Sitrick and Company, Inc., and The Michael and Nancy
 5 Sitrick Trust (collectively “Defendants Sitrick”) in their Answer to the Third
 6 Amended Complaint (“TAC”) that the allegations of the TAC at paragraphs 29,
 7 35-68, 72, 90, 98, 109-112, 151, 161, and 189 have been explicitly or implicitly
 8 dismissed by the Court’s Orders issued November 30, 2010 and March 1, 2011
 9 (Dkt. 81 and 98), and that no response to these paragraphs is therefore required.
 10 (Dkt. 100 at p. 2) The Order issued by this Court on March 1, 2011, dismissed
 11 and struck Count One (paragraphs 131-142) and Count Five (paragraphs 175-
 12 182), but left all other paragraphs intact (Dkt. 98). Paragraphs 1-130 of the TAC
 13 are background **for all of the claims**, were not stricken by the Court, and must
 14 be answered pursuant to Fed.R.Civ.P. 8(b).

15 Plaintiffs reserve all rights to treat the responses of the Sitrick Defendants
 16 to the above allegations as a failure to respond which requires that the
 17 allegations of the TAC be deemed admitted under Fed.R.Civ.P. 8(d).
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1 DATED: March 23, 2011

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on **March 23, 2011, Plaintiffs' Notice of Opposition and Response to Sitrick Defendants Answer to Third Amended Complaint** was filed electronically. Notice of this filing will be sent to all parties listed below by operation of the Court's electronic system.

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